

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 8-K

Current Report
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934
Date of Report (Date of earliest event reported): February 10, 2023

EnerSys

(Exact name of registrant as specified in its charter)

Commission File Number: 1-32253

Delaware
(State or other jurisdiction
of incorporation)

23-3058564
(IRS Employer
Identification No.)

2366 Bernville Road, Reading, Pennsylvania 19605

(Address of principal executive offices, including zip code)

(610) 208-1991

(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

SECURITIES REGISTERED PURSUANT TO SECTION 12(b) OF THE ACT:

| Title of each class | Trading Symbol | Name of each exchange on which registered |
|--|----------------|---|
| Common Stock, \$0.01 par value per share | ENS | New York Stock Exchange |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01 Other Events.

Redemption of Senior Notes

On February 10, 2023, EnerSys issued a notice of redemption (the “**Notice of Redemption**”) pursuant to the indenture in order to redeem all \$300,000,000 aggregate principal amount of its outstanding 5.00% Senior Notes due 2023 (the “**Notes**”) on March 13, 2023 (the “**Redemption Date**”) at a redemption price equal to 100% of the Notes to be redeemed, plus accrued and unpaid interest to, but excluding, the Redemption Date. Following the redemption, the Notes shall cease to be outstanding. The Notice of Redemption, attached hereto as Exhibit 99.1, is incorporated by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

99.1 [Notice of Redemption, dated February 10, 2023, of EnerSys regarding the redemption of its 5.00% Senior Notes due 2023.](#)
104 Cover Page Interactive Data File (embedded within the Inline XBRL document)

Signature(s)

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EnerSys

Date: February 10, 2023

By: /s/ Andrea J. Funk
Andrea J. Funk
Chief Financial Officer

NOTICE OF FULL REDEMPTION

ENERSYS

5.00% Senior Notes due 2023

144A ISIN No. US29275YAB83

Reg S ISIN No. USU2928LAA36

REDEMPTION DATE: March 13, 2023

NOTICE IS HEREBY GIVEN that all of the outstanding 5.00% Senior Notes due 2023 (the “Notes”) of EnerSys, a Delaware corporation (the “Issuer”), will be redeemed in full, on March 13, 2023 (the “Redemption Date”) at a redemption price (the “Redemption Price”) equal to 100% of the principal amount of the Notes to be redeemed, plus accrued and unpaid interest to, but excluding, the Redemption Date. Capitalized terms used but not otherwise defined herein have the meanings assigned to them in the indenture, dated as of April 23, 2015 (the “Indenture”) and the First Supplemental Indenture, dated as of April 23, 2015 (the “Supplemental Indenture”), between the Issuer and U.S. Bank Trust Company, National Association, as trustee and paying agent (the “Trustee”).

The redemption of the Notes is being effected pursuant to paragraph 2 of the Notes and in accordance with Article XI of the Indenture and Article V of the Supplemental Indenture.

Interest on the Notes called for redemption shall cease to accrue on and after the Redemption Date.

The Issuer and the Trustee shall not be responsible for the use of the CUSIP or ISIN numbers selected, nor is any representation made as to their correctness or accuracy in this notice or as printed on any Note. The ISIN numbers are included solely for the convenience of the Holders of the Notes.

Regular Mail, Registered & Certified Mail, Courier or In Person by Hand:

U.S. Bank Trust Company, National Association

50 S. 16th Street, Suite 2000

Philadelphia, PA 19102

Attention: Gregory P. Guim

EACH HOLDER OF NOTES IS URGED TO CONSULT HIS OR HER OWN TAX ADVISOR AS TO THE PARTICULAR TAX CONSEQUENCES OF REDEMPTION TO SUCH HOLDER, INCLUDING THE APPLICABILITY AND EFFECT OF FEDERAL, STATE, LOCAL AND OTHER TAX LAWS.

ENERSYS

Date: February 10, 2023